

**OFFICIAL
MINUTES
STATE BAR OF TEXAS
BOARD OF DIRECTORS
Friday, September 29, 2023 – 9:00 a.m. CDT**

**Omni Fort Worth Hotel
Fort Worth Ballroom 1-4
1300 Houston St.
Fort Worth, TX 76102**

A. Call to Order at 9:00 a.m. CDT from Chair of the Board Kennon Lily Wooten

B. Roll Call from Executive Director Trey Apffel

Present:

Executive Director Trey Apffel*, Immediate Past Chair of the Board Chad Baruch*, President-elect Steve Benesh, Cade Browning, Jerry Bullard*, Elizabeth Sandoval Cantu, Luis Cavazos, Jason Charbonnet, Jeff, Cochran, David Courreges, Tom Crosley, Kenda Culpepper*, General Counsel Ross Fischer*, Immediate Past President Laura Gibson, Pierre Grosdidier*, August Harris, Britney Harrison, Sonya Hoskins*, Forrest Huddleston, Rakhi Israni*, Krisi Kastl, Lori Kern, Bill Kroger, Senior Justice Debra Lehrmann*, Chief Justice Rebeca Martinez*, TYLA President-elect Hisham Masri, Judge Jesse McClure*, Dwight McDonald, Rudy Metayer, Lawrence Morales, Kimberly Naylor, Rosalind Perez, Chris Pineda, Chris Popov, TYLA President Laura Pratt, Judge Jason Pulliam*, Shannon Quadros, TYLA Immediate Past President Michael Ritter, Audie Sciumbato, John Sloan, G. David Smith, Paul Stafford, Alex Stelly, Jr., Nitin Sud, Carlo Taboada, Radha Thiagarajan, President Cindy Tisdale, Dr. Martin Tobey, Robert Tobey, Aaron Tobin, Michael Vasquez, Stephen Venzor, Brandy Wingate Voss*, Chair of the Board Kennon Lily Wooten, Michael Wynne, Justice Evan Young*

Excused Absence:

Craig Cherry, Kelly-Ann Clarke, Bob Goss*, Noelle Hicks, Matthew Hill

**Nonvoting member*

C. Invocation by Director Paul Stafford

D. Pledge to the U.S. and Texas Flags by Director Chris Pineda

E. Remarks from General Public

Members of the public were given the opportunity to comment during the meeting. Two public members signed up to speak on agenda item 14A and were taken during that report as indicated below.

F. Report from Chair of the Board Kennon Lily Wooten

Director Robert Tobey made a motion to approve the consent agenda items. Seconded by Director August Harris. No discussion; motion carried.

President Cindy Tisdale presented Resolutions to Hon. L. Clifford Davis (Fort Worth) and Opal Lee (Fort Worth).

Chair of the Board Kennon Lily Wooten provided a general report, discussed the Board Communications Packet Materials, and solicited candidates for the 2024-25 Chair of the Board. Chair Wooten presented children's books that were donated by the Board of Directors to Judge Melody Wilkinson to be given distributed to Fort Worth courtrooms.

G. Report from Executive Director Trey Apffel

Executive Director Trey Apffel provided a general report including State Bar staff leadership roles on a

Video recording and exhibits are available at www.texasbar.com/board

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national level and upcoming events. Executive Director Apffel presented the quarterly Staff Excellence Award to Syliva Ramon of the Facilities Department.

H. Report from President Cindy Tisdale

President Cindy Tisdale provided a general report on travels, meetings, and presidential initiatives.

President Cindy Tisdale made a motion for approval of additional members to the AI Workgroup and the change of the AI Workgroup to the Taskforce for Responsible AI in the Law. Seconded by Director Lawrence Morales. No discussion; motion carried.

President Cindy Tisdale made a motion for the approval of the appointment of Sylvia Borunda Firth of El Paso to the State Commission on Judicial Conduct for a term effective November 20, 2023 through November 19, 2029. Seconded by TYLA President Laura Pratt. No discussion; motion carried.

Sylvia Borunda Firth provided a report on the Building Planning Special Committee including the recommendation to approve a Construction Manager at Risk (CMAR) and fundraising planning.

Director Luis Cavazos made a motion to approve the firm of Rogers O'Brien as the Construction Manager at Risk. Seconded by Director Tom Crosley. No discussion; motion carried.

I. Report from Chair of the Board Kennon Lily Wooten

Chair of the Board Kennon Lily Wooten provided a general report including communication initiatives and solicitation of candidates to serve as the 2024-25 Chair of the Board.

J. Report from President-elect Steve Benesh

President-elect Steve Benesh provided a general report on travels and meetings and an update on the upcoming 2024-25 budget process.

K. Report from Immediate Past President Laura Gibson

Immediate Past President Laura Gibson provided a general report on travels, meetings, and presidential initiatives.

L. Executive Committee

Nominations & Elections Subcommittee

Immediate Past Chair Chad Baruch provided an update on the 2024-25 election and the process for President-elect candidates. The Nominations & Elections Subcommittee recommended Denise Scofield (Houston) and Santos Vargas (San Antonio) after the interview process.

Immediate Past Chair Chad Baruch made a motion to approve the recommendations of nominees for 2024-25 SBOT President-elect of Denise Scofield (Houston) and Santos Vargas (San Antonio). Coming from a committee, no second was needed. No discussion; motion carried.

Director Shannon Quadros introduced candidate Denise Scofield and Ms. Scofield made comments. Director Lawrence Morales introduced Santos Vargas and Mr. Vargas made comments.

Immediate Past Chair Chad Baruch made a motion to approve proposed amendments to Board Policy Manual Subsection 2.01.12 pertaining to campaign expenditures and reimbursement of costs for president-elect candidates. Coming from a committee, no second was needed. No discussion; motion carried.

Immediate Past Chair Chad Baruch made a motion to approve proposed amendments to Board Policy Manual Subsection 2.01.09 pertaining to president-elect candidate forums. Coming from a committee, no second was needed. No discussion; motion carried.

M. Policy Manual Subcommittee

Director Tom Crosley provided a report on two proposed amendments to the Board Policy Manual.

Director Tom Crosley made a motion to approve proposed amendment to the Board Policy Manual to change the title of Section 1.26 (D). Coming from a committee, no second was needed. Discussion ensued; motion carried.

Director Tom Crosley made a motion to approve proposed amendment to the Board Policy Manual to change the name of the “Diversity, Equity, and Inclusion Committee” to the “Outreach and Engagement Committee” and change the language in its purpose clause. Coming from a committee, no second was needed. Discussion ensued; motion carried.

N. Administration Committee

Facilities & Equipment Subcommittee

Director Sonya Hoskins provided a general report on the Law Center building and the CDC Dallas office.

O. Administration Committee

Performance Measures & Strategic Planning

Director David Courreges provided a general report.

P. Audit & Finance Committee

Director Forrest Huddleston provided a general report on financial reports, a general review of the financial statements, and an update on financial and internal audits. Nelson Bush, PFM Asset Management, provided an investment overview.

Director Huddleston made a motion to approve the State Bar’s quarterly investment reports for May 2023. Coming from a committee, no second was needed. No discussion; motion carried.

Director Huddleston made a motion to approve the adoption of the PFM Broker/Dealer List for investments. Coming from a committee, no second was needed. No discussion; motion carried.

Director Huddleston made a motion to approve the adoption of the State Bar of Texas investment policy. Coming from a committee, no second was needed. No discussion; motion carried.

Director Huddleston made a motion to approve the adoption of the Audit & Finance Committee’s recommendation on the State Bar of Texas banking depository. Coming from a committee, no second was needed. No discussion; motion carried.

Q. Discipline & Client Attorney Assistance Committee

DCAAP Subcommittee

Director Robert Tobey provided a general report on proposed amendments to the Texas Disciplinary Rules of Professional Conduct and the process for a rules referendum in 2024.

Two members of the public, Mike Ware of the Innocence Project of Texas, and Hon. Jennifer Tharp Criminal District Attorney for Comal County, spoke prior to the action item to approve proposed amendments to Rule 3.09.

Director Robert Tobey made a motion to approve DCAAP Subcommittee’s recommendation regarding proposed amendments to Rule 3.09, Texas Disciplinary Rules of Professional Conduct, regarding special responsibilities of a prosecutor. Coming from a committee, no second was needed. No discussion; motion carried.

Director Robert Tobey made a motion to approve DCAAP Subcommittee’s recommendation regarding proposed amendments to Rule 4.03, Texas Disciplinary Rules of Professional Conduct dealing with

unrepresented persons. Coming from a committee, no second was needed. No discussion; motion carried.

Director Robert Tobey made a motion to approve DCAAP Subcommittee's recommendation regarding proposed amendments to Rule 4.04, Texas Disciplinary Rules of Professional Conduct, regarding respect for rights of others. Coming from a committee, no second was needed. No discussion; motion carried.

Director Robert Tobey made a motion to approve DCAAP Subcommittee's recommendation regarding proposed amendments to Rule 5.01, Texas Disciplinary Rules of Professional Conduct, regarding responsibilities of a partner or supervisory lawyer. Coming from a committee, no second was needed. No discussion; motion carried.

Director Robert Tobey made a motion to approve DCAAP Subcommittee's recommendation regarding proposed amendments to Rule 5.05, Texas Disciplinary Rules of Professional Conduct, regarding unauthorized practice of law and remote practice of law. Coming from a committee, no second was needed. No discussion; motion carried.

Director Robert Tobey made a motion to approve DCAAP Subcommittee's recommendation regarding proposed amendments to Rule 8.05, Texas Disciplinary Rules of Professional Conduct, regarding jurisdiction. No discussion; motion carried.

Director Robert Tobey made a motion to approve DCAAP Subcommittee's recommendation regarding proposed Rule 8.06 Texas Disciplinary Rules of Professional Conduct, regarding choice of law. Coming from a committee, no second was needed. No discussion; motion carried.

Director Robert Tobey made a motion to approve DCAAP Subcommittee's recommendation regarding Resolution to petition the Supreme Court of Texas to order a referendum of the members of the bar, on all proposed amendments to the Texas Disciplinary Rules of Professional Conduct and Texas Rules of Disciplinary Procedure approved by the State Bar Board of Directors, as provided by Tex. Govt. Code 81.0878, including a recommended ballot form, a referendum timeline, and method of voting. Coming from a committee, no second was needed. No discussion; motion carried.

**R. Discipline & Client Attorney Assistance Committee
Client Security Fund Subcommittee**

Director Kimberly Naylor provided a general report.

**S. Member Services & Education Committee
Professional Development Subcommittee**

Director Radha Thiagarajan provided a general report.

**T. Member Services & Education Committee
Insurance/Member Benefits Subcommittee**

Director Audie Sciumbato provided a general report.

U. Section Representatives to the Board

Director Sonya Hoskins provided a general report on sections and items that were approved on the consent agenda.

V. Commission for Lawyer Disciplinary/Chief Disciplinary Counsel

Monica Gonzalez, Chair of the Commission for Lawyer Discipline, provided a report on first quarter statistics.

W. Texas Young Lawyers Association

TYLA President Laura Pratt provided a general report on travel and meetings, as well as TYLA initiatives,

programs, and projects.

X. Texas Access to Justice Commission

Harriet Miers, Chair of the Texas Access to Justice Commission, provided a general report.

Y. Supreme Court of Texas Liaison

Senior Justice Debra Lehrmann provided a general report on the court's docket, oral arguments, and rule changes pursuant to the legislature's directive.

Z. Court of Criminal appeals Liaison

Judge Jesse F. McClure III provided a general report on the court, oral arguments, and upcoming speaking engagements.

AA. Judicial Section Liaison

Chief Justice Rebeca Martinez provided a general report on the Judicial Section and upcoming meetings.

BB. Federal Judicial Section Liaison

Judge Jason Pulliam provided a general report on federal courts and an update on the Bruen case regarding the Second Amendment.

CC. Out of State Lawyer Liaison

Director Rakhi Israni provided a report on the State Bar Out of State Members Survey.

DD. General Counsel

General Counsel Ross Fischer provided a report on Section 1.07 of the Policy Manual.

EE. Chief Legal Counsel

No report was given by Chief Legal Counsel Chris Ritter during the open session.

A. Chair of the Board Kennon Lily Wooten recessed the open session and reconvened in closed session at 1:33 p.m. as authorized by Texas Government Code Section 551.071 for the purpose of consulting with legal counsel regarding *Harrison v. State Bar of Texas Insurance Trust* (No. 2023-07552) (55th District Court of Harris County), *Turnbull v. Commission for Lawyer Discipline, et al.* (No. 1:23-cv-00314) (W.D. Tex.), *Washington v. State Bar of Texas et al.* (No. 1:23-cv-00526-RP) (W.D. Tex.), and *Yan v. State Bar of Texas et al.* (No. 4:23-cv-758) (N.D. Tex), and legal matters related to 1415 Lavaca; and as authorized by Texas Government Code Section 551.074 to deliberate regarding personnel matter(s).

B. Chair of the Board Kennon Lily Wooten reconvened the open session at 1:46 p.m.

C. During the closed session, only matters relating to consultation with legal counsel regarding *Harrison v. State Bar of Texas Insurance Trust* (No. 2023-07552) (55th District Court of Harris County), *Turnbull v. Commission for Lawyer Discipline, et al.* (No. 1:23-cv-00314) (W.D. Tex.), *Washington v. State Bar of Texas et al.* (No. 1:23-cv-00526-RP) (W.D. Tex.), and *Yan v. State Bar of Texas et al.* (No. 4:23-cv-758) (N.D. Tex), and legal matters related to 1415 Lavaca. No action was taken in closed session.

FF. SBOT Mission Statement

Director Krisi Kastl led the Board in reciting the mission statement.

GG. There being no further business, Chair of the Board Kennon Lily Wooten adjourned the meeting at 1:47 p.m.

Consent Agenda
Board of Directors
Friday, September 29, 2023

C1. APPROVAL OF MINUTES:

(Materials)

Approval of minutes of Board meetings conducted on:
June 21-22, 2023

C2. ITEMS FROM THE PRESIDENT:

Approval of appointments to the following entities:

a. Delegates to the 2023 Fifth Circuit Judicial Conference:

President Cindy Tisdale	Immediate Past President Laura Gibson
President-elect Steve Benesh	Chair of the Board Kennon L. Wooten
Executive Director Trey Apffel	TYLA President Laura Pratt

b. Committee on Disciplinary Rules and Referenda:

For a term effective January 1, 2024 through December 31, 2024
M. Lewis Kinard, Chair (Dallas)

For a term effective January 1, 2024 through December 31, 2026
M. Lewis Kinard, Member (Dallas)

c. Law Focused Education, Inc.:

For a term effective September 29, 2023 through May 31, 2025
Dr. Felix Simieou III (Houston)

C3. ITEMS FROM COMMITTEES AND SECTIONS/DIVISIONS:

(Materials)

- a.** Approval of the Real Estate, Probate & Trust Law Section updated bylaws
- b.** Approval of the LGBT Law Section updated bylaws including name change to LGBTQ+ Law Section
- c.** Approval of the Judicial Section updated bylaws
- d.** Approval of the Insurance Law Section updated bylaws
- e.** Approval of the Immigration & Nationality Law Section updated bylaws

C4. OTHER ITEMS:

(Materials)

Approval of resolutions honoring:

Hon. L. Clifford Davis (Fort Worth)
Opal Lee (Fort Worth)

BYLAWS OF THE LGBTQ+ LAW SECTION OF THE STATE BAR OF

TEXAS ARTICLE I

Name and Purpose

Section 1.1. This section shall be known as the LGBTQ+ Law Section of the State Bar of Texas.

Section 1.2. The purpose of the section is to:

- (1) promote the study of lesbian, gay, bisexual, transgender, queer (LGBTQ+) and HIV law;
- (2) study and report on laws, decisions, and governmental regulations as they may affect the rights, responsibilities, and needs of LGBTQ+ people, as well as persons who are living with HIV;
- (3) provide a common meeting ground and forum for members of the profession interested in the legal problems of people who are LGBTQ+, as well as people who are living with HIV;
- (4) support student organizations and the study of LGBTQ+ and HIV law in law schools across Texas that are consistent with the purpose of this section; and
- (5) take action regarding these matters, subject to these bylaws and the laws, rules, and regulations of the State of Texas.

ARTICLE II

Membership

Section 2.1. Each member must pay annual dues that are set by the Section Council and approved by the State Bar. Discounts may be given to members of the Law School and Paralegal Divisions of the State Bar and newly inducted members of the State Bar.

Section 2.2. Any member of the State Bar, or a member of the Law School Division or Paralegal Division, on payment of the current year's dues, shall be enrolled as a member of this section. If a member lapses in their dues, they may rejoin the section once they pay their dues for the current year.

ARTICLE III

Section Council and Officers

Section 3.1. The section officers are the chair, vice-chair, secretary, treasurer, and

communications director.

Section 3.2. The section shall be led by a council which shall consist of the chair, vice-chair, secretary, treasurer, communications director, and five at-large members. The immediate past chair shall also be a voting member of the council, while the next two most recent past chairs shall be non-voting, ex officio members.

Section 3.3. The chair, vice-chair, secretary, treasurer, and communications director shall be elected at each annual meeting of the section, to hold office for a term beginning at the close of the annual meeting at which they were elected and ending at the close of the next annual meeting, or until their successors have been elected and qualified.

Section 3.4. During even numbered years, two members of the council shall be elected for the position of at-large member. Their terms shall last two years beginning at the close of the annual meeting at which they were elected and ending at the close of the second succeeding annual meeting, or until their successors have been elected and qualified. During odd numbered years, three members of the council shall be elected for the position of at-large member. Their terms shall last two years beginning at the close of the annual meeting at which they were elected and ending at the close of the second succeeding annual meeting, or until their successors have been elected and qualified.

Section 3.5. If any officer or member of the council fails to attend three successive meetings of the council, the position held by that officer or member of the council is automatically vacated unless the council determines by a record vote that good cause exists for one or more of the absences. The council shall fill the vacancy for the unexpired term pursuant to section 6.3, except that a vacancy in the position of one of the three most recent past chairs shall remain vacant.

ARTICLE IV

Nomination and Election of Officers and Members of the Council

Section 4.1. Nominations. Before each annual meeting, the chair shall appoint a nominating committee of three members. That nominating committee shall make and report nominations to the section for the offices of the chair, vice-chair, secretary, treasurer, communications director, and any vacant at-large positions. Other nominations for the same positions may be made from the floor during the annual meeting.

Section 4.2. Elections. All elections must be by written or electronic ballot unless otherwise ordered by a resolution duly adopted by the section at the annual meeting at which the election is held. The nominee who receives a majority of votes from members present at the meeting shall be elected to each position, and the chair who is concluding their term may only vote in the event of a tie.

Section 4.3. Whenever a vacancy occurs in the first year of the two-year term of a member of the council, there shall be an election to fill the unexpired term at the next annual meeting,

regardless of whether the council acts to fill the vacancy pursuant to section 6.3.

ARTICLE V

Duties of Officers

Section 5.1. Chair. The chair shall: (1) preside at all meetings of the section and of the council; (2) formulate and present at the annual meeting of the State Bar of Texas a report of the work of the section for the past year; and (3) perform other duties customary for the chair.

Section 5.2. Vice-chair. The vice chair shall assist the chair in performing the duties of coordinating and facilitating the section's mission and goals. When the chair is absent, the vice chair shall preside at all meetings of the section and council and shall also assume the role of the chair if the chair becomes vacant during the bar year.

Section 5.3. Secretary. The secretary is the custodian of all records, documents, information, and membership lists of the section. The secretary shall keep a true record of the proceedings of all meetings of the section and the council, whether assembled or acting under submission. The secretary shall help the chair prepare a summary or digest of the proceedings of the section at its annual meeting. The secretary shall also work with the communicators director to ensure that the section's e-mail list and website are accurate and up-to-date.

Section 5.4. Treasurer. The treasurer is the custodian of all financial documents and funds of the section. The treasurer shall deposit the funds of the section in a separate account in any bank to be selected by the council, pursuant to the rules and practices of the State Bar, and shall make disbursements from funds only when duly authorized by the section council. The treasurer shall keep an accurate record of all funds appropriated to and expended for the use of the section and shall work with the chair and council to develop and maintain a budget for the year. The treasurer shall submit to the State Bar of Texas accounting department on a monthly basis all documents the State Bar of Texas requires to be submitted. The treasurer shall work with the chair and council to coordinate sponsorships to help support the section's activities and shall also maintain and enforce the section's reimbursement policy.

Section 5.5. Communications Director. The communications director helps the section council communicate with members of the section and external audiences, including other sections of the State Bar, lawyers, judges, law students, law school groups, section sponsors, and local bar associations. The communications director maintains the section's website, social media accounts, and e-mail list, and oversees the section's logo, branding, and graphic design. The communications director also works with the chair to send an annual newsletter and regular e-mails to members about the section's activities.

ARTICLE VI

Duties and Powers of the Council

Section 6.1. The council shall have general supervision and control of the affairs of the section subject to the rules governing the State Bar of Texas and these bylaws. The council shall

authorize all commitments or contracts which require the payment of money and shall authorize the expenditure of all funds, except for itemized expenses already included and authorized in the annual budget.

Section 6.2. The chair may appoint committees composed of at-large council members or section members to perform duties and exercise various tasks as the council may direct, subject to the limitations of these bylaws and rules governing the State Bar of Texas.

Section 6.3. The council, during the interim between annual meetings, may fill vacancies in its own membership or in the offices of vice-chair, secretary, treasurer, and communications director, or, in the event of a vacancy in both the office of chair and vice-chair, then in the office of chair. Members of the council and officers so selected serve until the close of the next annual meeting, or until their successors have been elected and qualified.

Section 6.4. Members of the council, when physically present or participating telephonically or electronically at meetings of the council, shall vote while present, but when absent may communicate their vote regarding any proposition to the secretary in writing and have the vote counted with the same effect as if cast personally at the meeting.

Section 6.5. The chair may, and on the request of any member of the council shall, submit or cause to be submitted in writing (including via e-mail) to each of the members of the council any proposition on which the council may be authorized to act. The members of the council may vote regarding that proposition by communicating their vote to the secretary in writing over their respective signatures. A vote conducted under this section constitutes the vote of the council the same as if the vote was conducted under section 6.4.

Section 6.6. Meetings of the council may be called by the chair at a time and place determined by the chair.

Section 6.7. A majority of the members of the council, including the immediate past chair, constitutes a quorum for the transaction of business. A quorum may also be established if a council member is not able to be present but submits their vote(s) in writing. A binding action of the council requires a majority vote of the members of the council, present and voting.

ARTICLE VII

Section Meetings

Section 7.1. The annual meeting of the section must be held during the annual meeting of the State Bar of Texas, in the same city as the annual meeting of the State Bar of Texas, with the program and order of business as may be arranged by the chair.

Section 7.2. Special meetings of the section may be called by the chair at a time and place determined by the chair.

Section 7.3. The members present at any meeting constitute a quorum for the transaction of business.

Section 7.4. A binding action of the section requires a majority vote of the members present and voting.

Section 7.5. Any recommendation or declaration of the section regarding existing or proposed legislation, or regarding proposed governmental regulations or administration, in order to constitute the action of the section, must first be approved by two-thirds of the members of the council and then be approved by a majority of the members of the section present and voting; provided that the action must be submitted for approval to the board of directors of the State Bar of Texas.

ARTICLE VIII

Miscellaneous Provisions

Section 8.1. The fiscal and membership year of the section is the same as that of the State Bar of Texas.

Section 8.2. No salary or compensation may be paid to any officer or member of the council. With council approval, the treasurer may approve requests for reimbursement for council members, members, and volunteers or speakers in accordance with the reimbursement policy adopted by the council.

Section 8.3. No positions may be taken by the section or its membership in the name of the section that advocates or advances a political or social policy position.

Section 8.4. As required by Part VI, subsection 6.02.08 D of the State Bar of Texas Board policy manual, the provisions of Part VI, subsections 6.02.08 A, B, and C, and any future amendments, are adopted and attached to these bylaws as an appendix.

ARTICLE IX

Amendments

Section 9.1. These bylaws may be amended at any annual or special meeting by a majority vote of the members present and voting, provided each proposed amendment must have been approved by two-thirds of the members of the council. No amendment may become effective until approved by the board of directors of the State Bar of Texas.

Adopted on June 12, 1998, by a vote of 8 to 0.

/s/ Anne M. Pike
Vice-Chair

June 17, 1998

Date

/s/ Charles Spain

Secretary

16 June 98

Date

Bylaws previously approved by the State Bar board of directors on April 17,

1998. Amended on June 11, 1999, by a unanimous vote.

/s/ Charles Spain

Chair

17 June 99

Date

/s/ John Adcock

Secretary

June 17, 1999

Date

Amendments approved by the State Bar board of directors on September 24, 1999.

Amended on June 23, 2000, by a unanimous vote.

/s/ Charles Spain

Chair

23 June 00

Date

/s/ John Adcock

Secretary

June 23, 2000

Date

Amendments approved by the State Bar board of directors for approval on September 22, 2000.

Amended on June 14, 2002, by a unanimous vote.

/s/ John Nechman
Vice-Chair

June 14 2002
Date

/s/ Charles Spain
Acting Secretary

14 June 2002
Date

Amendments approved by the State Bar board of directors on September 20, 2002.

Amended on June 13, 2003, by a unanimous vote.

/s/ John Nechman
Chair

June 13 2003
Date

/s/ Kent Rutter
Acting Secretary

13 June 2003
Date

Amendments approved by the State Bar board of directors on January 23, 2004.

Amended on June 25, 2004, by a unanimous vote.

/s/ Rick Thompson
Chair

June 25, 2004
Date

Amendments approved by the State Bar board of directors on April 8, 2005.

Amended on June 11, 2010, by a unanimous vote.

/s/ Christopher Walter
Chair

June 11, 2010
Date

/s/ Karen Langsley
Acting Secretary

June 11, 2010
Date

Amendments previously approved by the State Bar board of directors on April 16, 2010.

APPENDIX

6.02.08 Finances

A. Each section is authorized to collect membership dues and govern expenditures of dues income. The establishment of or any revision in the section dues requires approval by the State Bar Board of Directors. Each section shall submit to the Executive Director by July 15 each year a complete financial report for the preceding fiscal year ending May 31 and a section budget for the current fiscal year.

B. Section funds can only be invested within the parameters outlined in the State Bar of Texas Investment Policy as set forth in section 10.05 of the State Bar Board policy manual.

C. Each section shall deposit dues income into either a branch of the State Bar of Texas banking depository, or an alternative banking depository meeting the requirements of subsection B above. In the event a selects the alternative depository, it shall instruct the depository to provide directly to the State Bar a duplicate of the bank statements, canceled checks, and deposit slips. Any expense incurred in providing duplicates to the State Bar shall be borne by the section. Upon request by the section treasurer, the accounting department of the State Bar shall prepare a monthly and year to-date section financial report. Any section may opt to have the State Bar manage section funds, including depositing dues, managing operating expenses, issuing checks, and preparing financial reports and budgets. This optional latter service will be provided by the State Bar at no charge to sections having less than 250 members. Larger sections electing this service may be charged a *per capita* fee per member not to exceed \$1.

BYLAWS OF THE LGBTQ+ LAW SECTION OF THE STATE BAR OF

TEXAS ARTICLE I

Name and Purpose

Section 1.1. This section shall be known as the LGBTQ+ Law Section of the State Bar of Texas.

Section 1.2. The purpose of the section is to:

- (1) promote the study of ~~gay~~, lesbian, gay, bisexual, transgender, ~~ed~~, queer (LGBTQ+) and HIV law;
- (2) study and report on laws, decisions, and governmental regulations as they may affect the rights, responsibilities, and needs of ~~gay, lesbian, bisexual, or transgendered~~ LGBTQ+ identified people, as well as persons who are living with HIV;
- (3) provide a common meeting ground and forum for members of the profession interested in the legal problems of people who ~~identify as gay, lesbian, bisexual, or transgendered~~ are LGBTQ+, as well as people who are living with HIV; ~~and~~
- (4) support student organizations and the study of LGBTQ+ and HIV law in law schools across Texas that are consistent with the purpose of this section; and
- (54) take action regarding these matters, subject to these bylaws and the laws, rules, and regulations of the State of Texas.

ARTICLE II

Membership

Section 2.1. Each member must pay annual dues ~~of \$20.00 that are set by the Section Council and approved by the State Bar. Discounts may be given to members~~ Each associate member who is also a member of the Law School Division and Paralegal Divisions of the State Bar of Texas must pay annual dues of \$5.00. Each associate member who is not also a member of the Law Student Division of the State Bar of Texas must pay annual dues of \$10.00. The council may authorize a waiver of the first year's dues for and newly inducted members of the State Bar ~~of Texas.~~

Section 2.2. Any member of ~~the State Bar of Texas,~~ or a member of the Law School Division or Paralegal Division, on payment of the current year's dues, shall be enrolled as a member of this section; ~~thereafter, dues must be paid in advance each year. If a member lapses in their dues, they may rejoin the section once they pay their dues for the current year.~~

~~Section 2.3 Any member of the Law Student Division of the State Bar of Texas or other person interested in the work of the section, on payment of the current year's dues, shall be enrolled as an associate member; thereafter, dues must be paid in advance each year. The words "member" and "membership," as used in these bylaws, do not include associate members unless otherwise specified. An associate member may not vote or serve as an officer, member of the council, or committee member.~~

~~Section 2.4 Any member or associate member whose annual dues are more than six months past due ceases to be a member or associate member. Enrolled members whose dues have been paid pursuant to section 2.2 constitute the membership of the section.~~

ARTICLE III

Section Council and Officers

Section 3.1. The section officers are the chair, vice-chair, secretary, ~~and~~ treasurer, and communications director.

Section 3.2. The ~~section~~ shall be led by a council which shall consist of the chair, vice-chair, secretary, treasurer, communications director, and five at-large members. ~~The and the immediate past chair shall also be a voting member of the council, while the next two most recent past chairs three most recent past chairs, all of whom are shall be non-voting, ex officio members, together with four other members to be elected by the section as provided in these bylaws.~~

Section 3.3. The chair, vice-chair, secretary, ~~and~~ treasurer, and communications director shall be elected at each annual meeting of the section, to hold office for a term beginning at the close of the annual meeting at which they were elected and ending at the close of the next annual meeting, or until their successors have been elected and qualified.

Section 3.4. During even numbered years, two members of the council shall be elected for the position of at-large member. Their terms shall last two years beginning at the close of the annual meeting at which they were elected and ending at the close of the second succeeding annual meeting, or until their successors have been elected and qualified. ~~Two members of the council shall be elected at each annual meeting for terms of two years beginning at the close of the annual meeting at which they were elected and ending at the close of the second succeeding annual meeting, or until their successors have been elected and qualified. During odd numbered years, three members of the council shall be elected for the position of at-large member. Their terms shall last two years beginning at the close of the annual meeting at which they were elected and ending at the close of the second succeeding annual meeting, or until their successors have been elected and qualified.~~

Section 3.5. If any officer or member of the council fails to attend three successive meetings of the council, the position held by that officer or member of the council is automatically vacated unless the council determines by a record vote that good cause exists for one or more of the absences. The council shall fill the vacancy for the unexpired term pursuant to section 6.3, except that a vacancy in the position of one of the three most recent past chairs shall remain vacant.

ARTICLE IV

Nomination and Election of Officers and Members of the Council

Section 4.1. Nominations. Before each annual meeting, the chair shall appoint a nominating committee of three members. That nominating committee shall make and report nominations to the section for the offices of the chair, vice-chair, secretary, treasurer, communications director, and members of the council any vacant at-large positions. Other nominations for the same positions may be made from the floor during the annual meeting.

Section 4.2. Elections. All elections must be by written or electronic ballot unless otherwise ordered by a resolution duly adopted by the section at the annual meeting at which the election is held. The nominee who receives a majority of votes from members present at the meeting shall be elected to each position, and the chair who is concluding their term may only vote in the event of a tie. ~~Elections for members of the council shall not be held for specific positions, i.e., places one through four, but instead shall be held generally.~~

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Section 4.3. Whenever a vacancy occurs in the first year of the two-year term of a member of the council, there shall be an election to fill the unexpired term at the next annual meeting, regardless of whether the council acts to fill the vacancy pursuant to section 6.3. ~~When it is necessary to hold an election to fill an unexpired term, all newly elected members of the council shall draw straws to determine who will fill the unexpired term.~~

ARTICLE V

Duties of Officers

Section 5.1. Chair. The chair shall: (1) preside at all meetings of the section and of the council; (2) formulate and present at the annual meeting of the State Bar of Texas a report of the work of the section for the past year; and (3) perform other duties customary for the chair.

Section 5.2. Vice-chair. The vice chair shall assist the chair in performing the duties of coordinating and facilitating the section's mission and goals. When the chair is absent, the vice chair shall preside at all meetings of the section and council and shall also assume the role of the chair if the chair becomes vacant or during a period of the chair's disability during the bar year. ~~On the death, resignation, or during the disability of the chair, or on the chair's refusal to act, the vice-chair shall perform the duties of the chair for the remainder of the chair's term except in case of the chair's disability and then only so long as the disability continues.~~

Section 5.3. Secretary. The secretary is the custodian of all books, papers, records, documents, and other property of the section information, and membership lists of the section. The secretary shall keep a true record of the proceedings of all meetings of the section and the council,

whether assembled or acting under submission. The ~~chair, vice chair, and secretary~~ secretary shall help the chair prepare a summary or digest of the proceedings of the section at its annual meeting. The secretary shall also work with the communicators director to ensure that the section's e-mail list and website are accurate and up-to-date.~~In conjunction with the chair and the vice chair, the secretary, as authorized by the council, shall attend generally to the business of the section.~~

Section 5.4. Treasurer. The treasurer is the custodian of all financial documents and funds of the section. The treasurer shall deposit the funds of the section in a separate account in any bank to be selected by the council, ~~generally in the city where the treasurer resides~~pursuant to the rules and practices of the State Bar, and shall make disbursements from funds only when duly as directed and authorized by the section council. ~~on checks signed by the treasurer or either the chair or vice chair.~~ The treasurer shall keep an accurate record of all funds appropriated to and expended for the use of the section and shall work with the chair and council to develop and maintain a budget for the year. The treasurer shall submit to the State Bar of Texas accounting department on a monthly basis all documents the State Bar of Texas requires to be submitted. The treasurer shall work with the chair and council to coordinate sponsorships to help support the section's activities and shall also maintain and enforce the section's reimbursement policy.

Section 5.5. Communications Director. The communications director helps the section council communicate with members of the section and external audiences, including other sections of the State Bar, lawyers, judges, law students, law school groups, section sponsors, and local bar associations. The communications director maintains the section's website, social media accounts, and e-mail list, and oversees the section's logo, branding, and graphic design. The communications director also works with the chair to send an annual newsletter and regular e-mails to members about the section's activities.

ARTICLE VI

Duties and Powers of the Council

Section 6.1. The council shall have general supervision and control of the affairs of the section subject to the rules governing the State Bar of Texas and these bylaws. The council shall authorize all commitments or contracts which require the payment of money and shall authorize the expenditure of all funds, except for itemized expenses already included and authorized in the annual budget.

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Section 6.2. The chair may appoint committees composed of at-large council members or section members to perform duties and exercise various tasks as the ~~chair-council~~ may direct, subject to the limitations of these bylaws and rules governing the State Bar of Texas.

Section 6.3. The council, during the interim between annual meetings, may fill vacancies in its own membership or in the offices of vice-chair, secretary, ~~and~~ treasurer, and communications director, or, in the event of a vacancy in both the office of chair and vice-chair, then in the office of chair. Members of the council and officers so selected serve until the close of the next annual meeting, or until their successors have been elected and qualified.

Section 6.4. Members of the council, when physically present or participating ~~by telephone~~telephonically or electronically at meetings of the council, shall vote ~~in-person~~while present, but when absent may communicate their vote regarding any proposition to the secretary in writing and have the vote counted with the same effect as if cast personally at the meeting.

Section 6.5. The chair may, and on the request of any member of the council shall, submit or cause to be submitted in writing (including via e-mail) to each of the members of the council any proposition on which the council may be authorized to act. The members of the council may vote regarding that proposition by communicating their vote to the secretary in writing over their respective signatures. ~~The secretary shall record the vote of each member of the council and keep on file the written and signed votes.~~ A vote conducted under this section constitutes the vote of the council the same as if the vote was conducted under section 6.4.

Section 6.6. Meetings of the council may be called by the chair at a time and place determined by the chair.

Section 6.7. A majority of the members of the council, ~~excluding the three most recent past chairs~~including the immediate past chair, constitutes a quorum for the transaction of business. A quorum may also be established if a council member is not able to be present but submits their vote(s) in writing (including via e-mail). A binding action of the council requires a majority vote of the members of the council, ~~including the three most recent past chairs~~, present and voting.

ARTICLE VII

Section Meetings

Section 7.1. The annual meeting of the section must be held during the annual meeting of the State Bar of Texas, in the same city as the annual meeting of the State Bar of Texas, with the program and order of business as may be arranged by the chair.

Section 7.2. Special meetings of the section may be called by the chair at a time and place determined by the chair.

Section 7.3. The members present at any meeting constitute a quorum for the transaction

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of business.

Section 7.4. A binding action of the section requires a majority vote of the members present and voting.

Section 7.5. Any recommendation or declaration of the section regarding existing or proposed legislation, or regarding proposed governmental regulations or administration, in order to constitute the action of the section, must first be approved by two-thirds of the members of the council and then be approved by a majority of the members of the section present and voting; provided that the action must be submitted for approval to the board of directors of the State Bar

of Texas.

ARTICLE VIII

Miscellaneous Provisions

Section 8.1. The fiscal and membership year of the section is the same as that of the State Bar of Texas.

Section 8.2. No salary or compensation may be paid to any officer or member of the council. ~~The council~~ With council approval, the treasurer may approve ~~a request~~s for reimbursement ~~for actual expenses submitted by any member or associate member, including an officer or member of the council.~~ for council members, members, and volunteers or speakers in accordance with the reimbursement policy adopted by the council.

Section 8.3. No positions may be taken by the section or its membership in the name of the section that advocates or advances a political or social policy position.

Section 8.4. As required by Part VI, subsection 6.02.08 D of the State Bar of Texas Board policy manual, the provisions of Part VI, subsections 6.02.08 A, B, and C, and any future amendments, are adopted and attached to these bylaws as an appendix.

ARTICLE IX

Amendments

Section 9.1. These bylaws may be amended at any annual or special meeting by a majority vote of the members present and voting, provided each proposed amendment must have been approved by two-thirds of the members of the council. No amendment may become effective until approved by the board of directors of the State Bar of Texas.

Adopted on June 12, 1998, by a vote of 8 to 0.

/s/ Anne M. Pike
Vice-Chair

June 17, 1998
Date

/s/ Charles Spain
Secretary

16 June 98
Date

Bylaws previously approved by the State Bar board of directors on April 17,

1998. Amended on June 11, 1999, by a unanimous vote.

/s/ Charles Spain
Chair

17 June 99
Date

/s/ John Adcock
Secretary

June 17, 1999
Date

Amendments approved by the State Bar board of directors on September 24, 1999.

Amended on June 23, 2000, by a unanimous vote.

/s/ Charles Spain
Chair

23 June 00
Date

/s/ John Adcock
Secretary

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June 23, 2000
Date

Amendments approved by the State Bar board of directors for approval on September 22, 2000.

Amended on June 14, 2002, by a unanimous vote.

/s/ John Nechman

Vice-Chair

June 14 2002

Date

/s/ Charles Spain

Acting Secretary

14 June 2002

Date

Amendments approved by the State Bar board of directors on September 20, 2002.

Amended on June 13, 2003, by a unanimous vote.

/s/ John Nechman

Chair

June 13 2003

Date

/s/ Kent Rutter

Acting Secretary

13 June 2003

Date

Amendments approved by the State Bar board of directors on January 23, 2004.

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Amended on June 25, 2004, by a unanimous vote.

/s/ Rick Thompson

Chair

June 25, 2004

Date

Amendments approved by the State Bar board of directors on April 8, 2005.

Amended on June 11, 2010, by a unanimous vote.

/s/ Christopher Walter
Chair

June 11, 2010
Date

/s/ Karen Langsley
Acting Secretary

June 11, 2010
Date

Amendments previously approved by the State Bar board of directors on April 16, 2010.

APPENDIX

6.02.08 Finances

A. Each section is authorized to collect membership dues and govern expenditures of dues income. The establishment of or any revision in the section dues requires approval by the State Bar Board of Directors. Each section shall submit to the Executive Director by July 15 each year a complete financial report for the preceding fiscal year ending May 31 and a section budget for the current fiscal year.

B. Section funds can only be invested within the parameters outlined in the State Bar of Texas Investment Policy as set forth in section 10.05 of the State Bar Board policy manual.

C. Each section shall deposit dues income into either a branch of the State Bar of Texas banking depository, or an alternative banking depository meeting the requirements of subsection B above. In the event a selects the alternative depository, it shall instruct the depository to provide directly to the State Bar a duplicate of the bank statements, canceled checks, and deposit slips. Any expense incurred in providing duplicates to the State Bar shall be borne by the section. Upon request by the section treasurer, the accounting department of the State Bar shall prepare a monthly and year to-date section financial report. Any section may opt to have the State Bar manage section funds, including depositing dues, managing operating expenses, issuing checks, and preparing financial reports and budgets. This optional latter service will be provided by the State Bar at no charge to sections having less than 250 members. Larger sections electing this service may be charged a *per capita* fee per member not to exceed \$1.